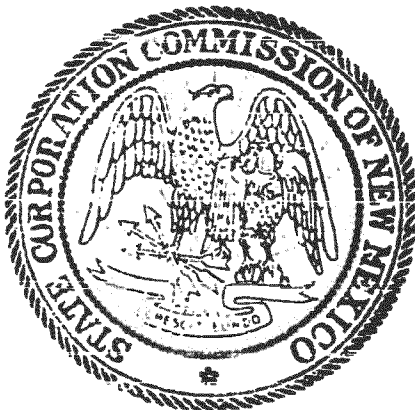


## STATE OF NEW MEXICO

CERTIFICATE OF AUTHORITY  
OF

SF MINERALS CORPORATION

117,912-6

The State Corporation Commission certifies that duplicate originals of the Application for Certificate of Authority attached hereto, duly signed and verified pursuant to the provisions of the BUSINESS Corporation Act, have been received by it and are found to conform to law.

Accordingly, by virtue of the authority vested in it by law, the State Corporation Commission issues this Certificate of Authority, and attaches hereto a duplicate original of the Application for Certificate of Authority.

*In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to be affixed at the City of Santa Fe on*

May 26, 1983

Attest:

Director

Chairman

FILE DUPLICATE ORIGINALS

FILED IN OFFICE OF  
STATE CORPORATION COMMISSION

MAY 26 1983

APPLICATION FOR  
CERTIFICATE OF AUTHORITYCORPORATION AND  
FRANCHISE TAX DEPTS.

The undersigned corporation applies for a Certificate of Authority to transact business in New Mexico under the Business Corporation Act, and for that purpose submits the following statement to the State Corporation Commission:

1. Its corporate name is: SF Minerals Corporation

and it is incorporated under the laws of Delaware

2. If the corporate name does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of these words, then its corporate name with the word or abbreviation which it elects to add thereto for use in New Mexico is: \_\_\_\_\_

3. The date of its incorporation is: March 14, 1983

and the period of its duration is: perpetual

4. The street address of its registered office in its state or country of incorporation is: c/o The Corporation Trust Company, 100 West Tenth Street, Wilmington, Delaware 19801

and the address of the principal office of the corporation, if different from the address of the registered office is: 4775 Indian School Road, N.E., Albuquerque, New Mexico 87110

5. The street address of its proposed registered office in New Mexico is: 4775 Indian School Road, N.E. Albuquerque, New Mexico 87110

and the name of its proposed registered agent in New Mexico at that address is: Wayne Jarke

6. The purpose or purposes which it proposes to pursue in the transaction of business in New Mexico are:  
Management of affairs of subsidiary companies and related matters.

(Attach Schedule if needed)

7. The names and respective street addresses of its Officers and Directors are: See attachment

## OFFICE NAME AND RESPECTIVE ADDRESS

President \_\_\_\_\_

Vice Pres. \_\_\_\_\_

Secretary \_\_\_\_\_

Treasurer \_\_\_\_\_

Director \_\_\_\_\_

Director \_\_\_\_\_

Director \_\_\_\_\_

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MAY 26 1983

(Attach Schedule if needed)

(N. M. - 1780 - 1/26/81)

N.M. STATE CORP. &amp; FRANCHISE TAX DEPTS.

8. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
100	Common	-	\$10

(Attach Schedule if needed)

9. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
100	Common	-	\$10

(Attach Schedule if needed)

10. The dollar amount of its stated capital as defined in the New Mexico Business Corporation Act is:

\$ 1,000

11. An estimate expressed in dollars of:

(a) the gross amount of business which will be transacted by it during its current fiscal year at or from places of business located in the state is: -0-

(b) the gross amount of business which will be transacted by it during such year, wherever transacted is:

-0-

(c) the value of all property to be owned by it and located in the state during the year is:

-0-

(d) the value of all property to be owned by it during such year, wherever located is:

\$1,000

12. This Application is accompanied by the following documents: 1) an original Certificate of Good Standing and Compliance issued by the appropriate official of the state or country under the laws of which the qualifying corporation is incorporated; 2) an affidavit executed by the designated registered agent, in which the individual agent acknowledges his acceptance of the appointment by the qualifying corporation, or an affidavit executed by the president or vice president of a corporation (other than the qualifying corporation) which is the designated registered agent in which the officer acknowledges the corporation's acceptance of the appointment by the qualifying corporation as its registered agent, shall be delivered to the Corporation Commission, together with a Certified Copy of the qualifying corporation's articles of incorporation, or restated articles of incorporation, and all amendments and mergers thereto, duly certified by the proper officer of the state or country under the laws of which it is incorporated. Both the Certificate of Good Standing and Compliance, and the Certified Copy, for the qualifying corporation, are dated within thirty days prior to date of filing with the Commission.

Dated: March 31, 1983

SF MINERALS CORPORATION

By R. T. Jettig (Corporate Name)  
Its \_\_\_\_\_ President  
and R. Jettig  
Its \_\_\_\_\_ Secretary

I verify that I am one of the above corporate officers who signed the foregoing document executed by the corporation, and that the statements contained therein are true and correct to the best of our knowledge.

NMSCC-CD  
FORM PF-1

R. Jettig  
(Signature of Verified Officer)

(FOREIGN-INITIAL)  
FILE DUPLICATE ORIGINALS

AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED INITIAL REGISTERED AGENT

To the State Corporation Commission  
State of New Mexico

OFFICE OF  
NOTARY PUBLIC  
STATE OF NEW MEXICO

STATE OF NEW MEXICO )  
COUNTY OF BERNALILLO ) SS.:

MAY 26 1983

CORPORATION AND  
FRANCHISE TAX DEPTS.

On this 31st day of March, 19 83, before me a Notary Public in and for the State and County aforesaid, personally appeared Wayne Jarke, who is to me known to be the person and who, being duly sworn, acknowledged to me that he does hereby accept his appointment as the Initial Registered Agent of SF Minerals Corporation, a Foreign Corporation which is applying for a Certificate of Authority to transact business in the State of New Mexico pursuant to the provisions of the Business Corporation Act of the State of New Mexico.

Wayne Jarke  
REGISTERED AGENT  
BY(1) R. T. [Signature]  
PRESIDENT

Subscribed and sworn to before me  
on the day, month, and year first  
above set forth

Blana E. Martin  
NOTARY PUBLIC

Commission Expires: 9-20-86

(notarial seal)

NOTE: (1) If the Agent is a Corporation then the affidavit must be executed by the President or Vice-President or Assistant Vice-President of the Corporation.

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MAY 26 1983

N.M. ST. CORP. COMM.  
Corp. Franchise Tax Depts.

NMSCC-CD  
FORM RA-2  
(N. M. - 1780)

Directors and Officers  
of  
SF Minerals Corporation

<u>Name</u>	<u>Title</u>	<u>Address</u>
R. T. Zitting	Director and President	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110
D. J. Walsh	Director and Senior Vice President	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110
F. C. Schulte	Director and Vice President-Corporate Development	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110
R. G. Marvin	Director and Vice President-Exploration	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110
P. F. Weber	Director and Controller	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110
F. R. Young	Secretary	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110
J. M. Taylor	Treasurer	4775 Indian School Road, N.E. Albuquerque, New Mexico 87110